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10 UNITED STATES DISTRICT COURT

11 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

12 WAYMO LLC,

13 Plaintiff,

14 vs.

15 UBER TECHNOLOGIES, INC.;  
16 OTTOMOTTO LLC; OTTO TRUCKING  
LLC,

17 Defendants.

CASE NO. 3:17-cv-00939-WHA

**PLAINTIFF WAYMO LLC'S  
ADMINISTRATIVE MOTION TO FILE  
UNDER SEAL WAYMO'S OFFER OF  
PROOF REGARDING DEFENDANTS'  
DISCOVERY MISCONDUCT**

Pursuant to Civil L.R. 7-11 and 79-5, Plaintiff Waymo LLC (“Waymo”) respectfully requests to file under seal information in its Offer of Proof Regarding Defendants’ Discovery Misconduct (“Offer of Proof”), filed concurrently herewith. Specifically, Waymo requests an order granting leave to file under seal the portions of the documents as listed below:

Document	Portions to Be Filed Under Seal	Designating Party
Waymo’s Offer of Proof	Highlighted in blue	Defendants
	Highlighted in green	Waymo
Exhibit 1 to Nardinelli Declaration	Entire document	Defendants
Exhibit 2 to Nardinelli Declaration	Entire document	Defendants
Exhibit 3 to Nardinelli Declaration	Entire document	Defendants
Exhibit 4 to Nardinelli Declaration	Entire document	Defendants
Exhibit 5 to Nardinelli Declaration	Entire document	Defendants
Exhibit 6 to Nardinelli Declaration	Entire document	Defendants
Exhibit 7 to Nardinelli Declaration	Entire document	Defendants
Exhibit 8 to Nardinelli Declaration	Entire document	Defendants
Exhibit 9 to Nardinelli Declaration	Entire document	Defendants
Exhibit 10 to Nardinelli Declaration	Entire document	Defendants
Exhibit 12 to Nardinelli Declaration	Entire document	Defendants
Exhibit 13 to Nardinelli Declaration	Entire document	Defendants
Exhibit 14 to Nardinelli Declaration	Entire document	Defendants
Exhibit 15 to Nardinelli Declaration	Entire document	Defendants
Exhibit 16 to Nardinelli Declaration	Entire document	Defendants
Exhibit 17 to Nardinelli Declaration	Entire document	Defendants
Exhibit 18 to Nardinelli Declaration	Entire document	Defendants
Exhibit 19 to Nardinelli Declaration	Entire document	Defendants
Exhibit 20 to Nardinelli Declaration	Entire document	Defendants
Exhibit 21 to Nardinelli Declaration	Entire document	Defendants
Exhibit 22 to Nardinelli Declaration	Entire document	Defendants
Exhibit 23 to Nardinelli Declaration	Entire document	Defendants
Exhibit 24 to Nardinelli Declaration	Entire document	Defendants
Exhibit 27 to Nardinelli Declaration	Entire document	Defendants
Exhibit 32 to Nardinelli Declaration	Entire document	Defendants
Exhibit 33 to Nardinelli Declaration	Entire document	Waymo
Exhibit 34 to Nardinelli Declaration	Entire document	Defendants
Exhibit 35 to Nardinelli Declaration	Entire document	Defendants
Exhibit 36 to Nardinelli Declaration	Entire document	Defendants
Exhibit 37 to Nardinelli Declaration	Entire document	Defendants
Exhibit 38 to Nardinelli Declaration	Entire document	Defendants
Exhibit 40 to Nardinelli Declaration	Entire document	Defendants
Exhibit 41 to Nardinelli Declaration	Entire document	Defendants
Exhibit 42 to Nardinelli Declaration	Entire document	Defendants

1	Exhibit 43 to Nardinelli Declaration	Entire document	Defendants
2	Exhibit 44 to Nardinelli Declaration	Entire document	Defendants
3	Exhibit 45 to Nardinelli Declaration	Entire document	Defendants
4	Exhibit 48 to Nardinelli Declaration	Entire document	Defendants
5	Exhibit 49 to Nardinelli Declaration	Entire document	Defendants
6	Exhibit 50 to Nardinelli Declaration	Entire document	Defendants
7	Exhibit 51 to Nardinelli Declaration	Entire document	Defendants
8	Exhibit 52 to Nardinelli Declaration	Entire document	Defendants
9	Exhibit 53 to Nardinelli Declaration	Entire document	Defendants
10	Exhibit 54 to Nardinelli Declaration	Entire document	Defendants
11	Exhibit 56 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
12	Exhibit 57 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
13	Exhibit 58 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
14	Exhibit 60 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
15	Exhibit 61 to Nardinelli Declaration	Entire document	Defendants
16	Exhibit 62 to Nardinelli Declaration	Entire document	Defendants
17	Exhibit 63 to Nardinelli Declaration	Entire document	Defendants
18	Exhibit 64 to Nardinelli Declaration	Entire document	Defendants
19	Exhibit 65 to Nardinelli Declaration	Entire document	Defendants
20	Exhibit 66 to Nardinelli Declaration	Entire document	Defendants
21	Exhibit 67 to Nardinelli Declaration	Entire document	Defendants
22	Exhibit 68 to Nardinelli Declaration	Entire document	Defendants
23	Exhibit 69 to Nardinelli Declaration	Entire document	Defendants
24	Exhibit 70 to Nardinelli Declaration	Entire document	Defendants
25	Exhibit 71 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
26	Exhibit 72 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
27	Exhibit 73 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
28	Exhibit 75 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
	Exhibit 76 to Nardinelli Declaration	Entire document	Defendants
	Exhibit 77 to Nardinelli Declaration	Entire document	Defendants
	Exhibit 78 to Nardinelli Declaration	Entire document	Defendants
	Exhibit 83 to Nardinelli Declaration	Entire document	Defendants
	Exhibit 84 to Nardinelli Declaration	Entire document	Defendants
	Exhibit 85 to Nardinelli Declaration	Entire document	Defendants
	Exhibit 86 to Nardinelli Declaration	Entire document	Defendants
	Exhibit 87 to Nardinelli Declaration	Entire document	Defendants
	Exhibit 88 to Nardinelli Declaration	Entire document	Defendants
	Exhibit 90 to Nardinelli Declaration	Entire document	Defendants

1	Exhibit 93 to Nardinelli Declaration	Entire document	Defendants
2	Exhibit 94 to Nardinelli Declaration	Entire document	Defendants
3	Exhibit 95 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
4	Exhibit 96 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
5	Exhibit 97 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
6	Exhibit 99 to Nardinelli Declaration	Entire document	Third-parties
7	Exhibit 100 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
8	Exhibit 101 to Nardinelli Declaration	Entire document	Defendants and/or third-parties
9	Exhibit 102 to Nardinelli Declaration	Entire document	Defendants
10	Exhibit 103 to Nardinelli Declaration	Entire document	Defendants
11	Exhibit 104 to Nardinelli Declaration	Entire document	Defendants
12	Exhibit A to Nardinelli Declaration	Entire document	Defendants
13	Exhibit B to Nardinelli Declaration	Entire document	Defendants
14	Exhibit C to Nardinelli Declaration	Entire document	Defendants
15	Exhibit D to Nardinelli Declaration	Entire document	Defendants
16	Exhibit E to Nardinelli Declaration	Entire document	Defendants
17	Exhibit F to Nardinelli Declaration	Entire document	Defendants
18	Exhibit G to Nardinelli Declaration	Entire document	Defendants
19	Exhibit H to Nardinelli Declaration	Entire document	Defendants
20	Exhibit I to Nardinelli Declaration	Entire document	Defendants
21	Exhibit J to Nardinelli Declaration	Entire document	Defendants
22	Exhibit K to Nardinelli Declaration	Entire document	Defendants
23	Exhibit L to Nardinelli Declaration	Entire document	Defendants and/or third-parties
24	Exhibit M to Nardinelli Declaration	Entire document	Waymo
25	Exhibit N to Nardinelli Declaration	Entire document	Defendants and/or third-parties
26	Exhibit P to Nardinelli Declaration	Entire document	Defendants
27	Exhibit Q to Nardinelli Declaration	Entire document	Defendants and/or third-parties
28	Exhibit R to Nardinelli Declaration	Entire document	Defendants and/or third-parties
	Exhibit S to Nardinelli Declaration	Entire document	Defendants and/or third-parties
	Exhibit T to Nardinelli Declaration	Entire document	Defendants
	Exhibit U to Nardinelli Declaration	Entire document	Defendants
		Highlighted in green	Waymo
	Exhibit V to Nardinelli Declaration	Entire document	Defendants
		Highlighted in green	Waymo
	Exhibit W to Nardinelli Declaration	Entire document	Defendants
	Exhibit X to Nardinelli Declaration	Entire document	Defendants

Exhibit Y to Nardinelli Declaration	Entire document	Defendants
Exhibit Z to Nardinelli Declaration	Entire document	Defendants
Exhibit AA to Nardinelli Declaration	Entire document	Defendants

### **I. LEGAL STANDARD**

Civil Local Rule 79-5 requires that a party seeking sealing “establish[] that the document, or portions thereof, are privileged, protectable as a trade secret or otherwise entitled to protection under the law” (*i.e.*, is “sealable”). Civil L.R. 79-5(b). The sealing request must also “be narrowly tailored to seek sealing only of sealable material.” *Id.* In the context of non-dispositive motions, materials may be sealed so long as the party seeking sealing makes a “particularized showing” under the “good cause” standard of Federal Rule of Civil Procedure 26(c). *Kamakana v. City & Cnty. of Honolulu*, 447 F.3d 1172, 1180 (9th Cir. 2006) (quoting *Foltz v. State Farm Mutual Auto Insurance Co.*, 331 F.3d 1122, 1135, 1138 (9th Cir. 2003)).

### **II. THE COURT SHOULD SEAL WAYMO’S CONFIDENTIAL INFORMATION**

The Court should seal the portions of Waymo’s Response and exhibits thereto identified by Waymo in the table above. Waymo seeks to file this information under seal because it discloses Waymo’s trade secret and confidential business information. *See* Declaration of Lindsay Cooper (“Cooper Decl.”) ¶ 3. Trade secret and confidential business information that, if released, may “harm a litigant’s competitive standing” merits sealing. *See Nixon v. Warner Commc’ns, Inc.*, 435 U.S. 589, 598-99 (1978). The public disclosure of such information would cause significant competitive harm to Waymo, as its internal legal strategy would become known to competitors who could use such information to Waymo’s disadvantage. Cooper Decl. ¶ 3. The information filed under seal also discloses privileged work product which is only being disclosed in limited form pursuant to court order. Cooper Decl. ¶ 3. Waymo has narrowly tailored its requests to only information that merits sealing. *Id.* Thus, the Court should grant Waymo’s administrative motion to seal.

### **III. DEFENDANTS’ AND THIRD-PARTIES’ CONFIDENTIAL INFORMATION**

Waymo seeks to seal identified portions of these documents because Defendants and/or third-parties have designated the information confidential and/or highly confidential. Cooper Decl. ¶ 4.

1 Waymo takes no position on the merits of sealing the designated material, and expects Defendants to  
2 file one or more declarations in accordance with the Local Rules. *Id.*

3 **IV. CONCLUSION**

4 In compliance with Civil Local Rule 79-5(d), redacted and unredacted versions of the  
5 above listed documents accompany this Administrative Motion. For the foregoing reasons,  
6 Waymo respectfully requests that the Court grant Waymo's Administrative Motion.

7 DATED: January 12, 2018

QUINN EMANUEL URQUHART & SULLIVAN,  
LLP

8  
9 By /s/ Charles K. Verhoeven

Charles K. Verhoeven  
Attorney for WAYMO LLC